

SUMMARY COVER SHEET OF FEE APPLICATION

Name of applicant	Parsons Behle & Latimer
Name of client	Power Block Coin, L.L.C. (Debtor)
Time period covered by this application	October 1, 2024 to March 31, 2025
Total compensation sought this period	\$138,786.50
Total expenses sought this period	\$2,548.74
Petition date	June 20, 2024
Employment Application date	June 20, 2024
Date of order approving employment	August 21, 2024
Total compensation approved by interim order to date	\$179,005.50
Total expenses approved by interim order to date	\$12,867.96
Total compensation and expenses paid to date (per Compensation Procedures Order) (including any applied retainer)	0
Blended rate in this application for all timekeepers	\$467.29
Compensation and reimbursement sought in this application already paid pursuant to a monthly compensation order but not yet allowed	0
Number of professionals included in this application	12
If applicable, number of professionals in this application not included in staffing plan approved by client	N/A
If applicable, difference between fees budgeted and compensation sought for this period	N/A
Number of professionals billing fewer than 15 hours to the case during this period	7

Case Name: In re Power Block Coin, L.L.C.
Case Number: 24-bk-23041-JTM
Applicant's Name: Parsons Behle & Latimer
Date of Application: April 8, 2025
Interim or Final: Interim

Brian M. Rothschild, USB #15316
Alexander S. Chang, USB #18879
Elliott D. McGill (admitted *pro hac vice*)

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Attorneys for Debtor Power Block Coin L.L.C.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:

POWER BLOCK COIN, L.L.C.

Debtor

Case No. 24-bk-23041-JTM

Chapter 11

Judge Joel T. Marker

**SECOND INTERIM APPLICATION OF PARSONS BEHLE &
LATIMER, COUNSEL TO DEBTOR, FOR ALLOWANCE OF
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

By this Application, Parsons Behle & Latimer (“**Parsons Behle**” or the “**Firm**”), counsel to the above-captioned debtor and debtor in possession Power Block Coin, L.L.C., a Utah limited liability company dba SmartFi (the “**Debtor**”), under sections 328, 330 and 331 of title of the United States Code (the “**Bankruptcy Code**”), Rules 2002(c)(2) and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and the Guidelines for Applications for Compensation and Reimbursement of Expenses promulgated by the Office of the United States Trustee (the “**U.S. Trustee Guidelines**”), hereby files its Second Interim Fee Application (this “**Application**”) seeking entry of an order, substantially in the form attached as Exhibit A hereto,

allowing and awarding on an interim basis compensation for services rendered to the Debtor (i) for fees earned in the amount of \$138,786.50 and (ii) for reimbursement for actual and necessary expenses for expenses incurred in the amount of \$2,548.74, for a total additional interim allowed administrative priority expense claim in the amount of \$141,335.24 for the period of time between October 1, 2024 through March 31, 2025 (the “**Compensation Period**”). In support of the Application, the Debtor and Parsons Behle respectfully state as follows:

JURISDICTION

1. The Court has jurisdiction over this Application under 28 U.S.C. §§ 157 and 1334. Venue of this proceeding and this Application is proper in this district under 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief sought herein are sections 328(a), 330, and 331 of the Bankruptcy Code. This Application is a core proceeding under 28 U.S.C. 157.

2. The Debtor commenced this chapter 11 case (the “**Chapter 11 Case**”) by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code on June 20, 2024 (the “**Petition Date**”). No possessory trustee or examiner has been appointed in the Chapter 11 Case. The Debtor continues to manage its assets as debtor and debtor in possession under sections 1107 and 1108 of the Bankruptcy Code.

3. The Debtor timely proposed its Plan of Reorganization on September 18, 2024. (ECF 184.) The Debtor has been in negotiations with its major creditors and intends to file an amended chapter 11 plan and disclosure statement that implement a negotiated settlement of issues with its major creditors and then move for authority to solicit its Plan votes and move for confirmation.

4. The Bankruptcy Court approved the Debtor’s retention of Parsons Behle as its counsel on August 21, 2023. (ECF 143.) The Debtor selected Parsons Behle because of its capabilities, and, in particular, its experience in restructuring, bankruptcy, and civil litigation.

PRIOR APPLICATIONS FOR COMPENSATION AND REIMBURSEMENT

5. Parsons Behle filed its First Interim Application for Allowance of Fees and Reimbursement of Expenses on October 9, 2024 (ECF 189.) On December 2, 2024, the Court granted the Application, allowing on an interim basis Parsons Behle's requests for (i) for fees earned in the amount of \$179,005.50 and (ii) for reimbursement for actual and necessary expenses for expenses incurred in the amount of \$12,867.96, for a total allowed administrative priority expense claim in the amount of \$191,873.46. (ECF 223.) The Debtor paid the full amount. Parsons Behle holds no retainer against its fees and costs.

PARSONS BEHLE'S PRESENT APPLICATION: FEES

6. Parsons Behle provides herewith detail describing the tasks performed, and the time required to perform those tasks at Exhibit B. The time entry detail categorizes all time entries in accordance with the U.S. Trustee's Guidelines by task code.

SUMMARY BY TIMEKEEPER

7. The following Parsons Behle professionals have performed services on behalf of the Debtor during the Compensation Period:

NAME (INITIALS)	TITLE/PRACTICE	RATE(S) ¹	HOURS	FEES
Timothy B. Smith	Shareholder/Litigation	\$555/595	49.4	\$28,025.00
Darren B. Neilson	Shareholder/Bankruptcy	\$420/450	0.9	\$393.00
Brian M. Rothschild	Shareholder/Bankruptcy	\$490/510 ²	167.1	\$81,785.00
Stephanie H. Chipley	Associate/Litigation	\$405/445	19.7	\$8,646.50
Alexander S. Chang	Associate/Bankruptcy	\$325	21.3	\$6,922.50
Elliott D. McGill	Associate/Bankruptcy	\$360/405	23.8	\$9,139.50
Samantha K. Davidson	Associate/Bankruptcy	\$390	3.6	\$1,404.00
April M. Eggers	Paralegal	\$245	4.2	\$1,029.00
Kirstin L. Jensen-Beutler	Paralegal/Litigation	\$235	0.4	\$94.00
Kenna Burgie	Paralegal/Litigation	\$170	2.0	\$340.00
Debby Schoenfeld	Paralegal/Litigation	\$160	1.4	\$224.00
Aaron Muranaka	Attorney/Researcher	\$245	3.2	\$784.00
		Total	297.0	\$138,786.50

SUMMARY BY TASK CODE³

Parsons Behle categorized its professionals' time based on the issue or task on which the professional spent time was expended, as explained in more detail below. These categories, sorted by the fees charged for each category, appear as follows:

Task Code	ISSUE/HEARING	TOTAL HOURS	TOTAL FEES	BLENDED HOURLY RATE	% (FEES)
1	Asset Analysis and Recovery	--	--	--	--
2	Asset Disposition	7.6	\$3,698.00	\$486.58	2.7%
3	Assumption and Rejection of Executory Contracts	--	--	--	--
4	Avoidance Action Analysis	4.2	\$2,058.00	\$490.00	15.0%
5	Budgeting (Case)	--	--	--	--
6	Business Operations	--	--	--	--

¹ Parsons Behle increased its customary hourly rates for all of its clients on January 1, 2025.

² 3.0 hours of Mr. Rothschild's fees related to addressing the objections to the First Interim Application, and so were recorded but written down without charge, thus reducing his effective hourly rate.

³ Parsons Behle uses the task code conventions recommended by the U.S. Trustee Guidelines but did not perform services in all task code categories during the Compensation Period. Categories in which no services were performed during the Compensation Period are marked with "--".

Task Code	ISSUE/HEARING	TOTAL HOURS	TOTAL FEES	BLENDED HOURLY RATE	% (FEES)
7	Case Administration	47.3	\$22,834.50	\$482.75	16.5%
8	Claims Administration and Objections	10.5	\$4,918.50	\$468.43	3.5%
9	Corporate Governance and Board Matters	--	--	--	--
10	Employee Benefits and Pensions	--	--	--	--
11	Employment and Fee Applications	12.5	\$5,969.00	\$477.42	4.3%
12	Employment and Fee Application Objections	3.0	\$0	\$0	0%
13	Financing and Cash Collateral	--	--	--	--
14	Litigation	56.2	\$26,779.50	\$476.50	19.3%
15	Meetings and Communications with Creditors	11.7	\$5,785.00	\$494.44	4.2%
16	Non-Working Travel	--	--	--	--
17	Plan and Disclosure Statement	139.4	\$63,650.50	\$456.6	45.9%
18	Real Estate	--	--	--	--
19	Relief from Stay and Adequate Protection	0.3	\$121.50	\$405.00	0.1%
20	Reporting	4.3	\$2,139.00	\$497.44	1.5%
21	Tax	--	--	--	--
22	Valuation	--	--	--	--
	Totals	297.0	\$138,786.50	\$467.29	100.0%

PARSONS BEHLE'S PRESENT APPLICATION: EXPENSES

During the Compensation Period, Parsons Behle incurred actual and necessary expenses in the total amount of \$2,548.74 in connection with its professional services rendered to the Debtor. A detailed report showing each expense is attached as Exhibit C hereto. Such expenses include actual and necessary expenses incurred for items including Court filing fees, photocopies, postage, Westlaw research, deposition transcripts, e-discovery costs, messenger services, and other actual and necessary expenses.

OPINIONS, CERTIFICATIONS, AND DISCLOSURES

All services performed and expenses incurred for which compensation or reimbursement is requested were actually performed or incurred, and they were performed or incurred for and on behalf of the Debtor and not for the benefit of any other person or entity.

In the opinion of the undersigned, all such services actually benefited the Debtor's estate.

In the opinion of the undersigned, Parsons Behle's fees earned and expenses incurred in the Compensation Period are fair and reasonable in light of the services rendered and the price for similar services in this market.

Parsons Behle has not shared or agreed to share compensation or reimbursement awarded in this case with any other person except as among the members and employees of the Firm.

Parsons Behle has not made any agreements with the Debtor or others for compensation or reimbursement that have not been disclosed to the Court.

To the best knowledge of the undersigned, all quarterly fees have been paid by the Debtor to the U.S. Trustee and all monthly operating reports have been filed for the Compensation Period.

Attorneys at Parsons Behle have, when warranted, inquired of all attorneys employed by Parsons Behle with respect to those matters initially disclosed to the Court in the Application and in court proceedings pursuant to Rule of Bankruptcy Procedure 2014 and have determined, after reviewing the results of that inquiry, that no further disclosure is warranted at this time.

NOTICE

The Debtor provided notice of this Application to (a) the Office of the United States Trustee for the District of Utah; (b) the Official Committee of Unsecured Creditors appointed in this Chapter 11 Case; (c) all creditors and notice parties on the Debtor's mailing matrixes; (d) all ECF notice parties and parties who have appeared and requested notice in this Chapter 11 Case; and (e) all parties on the Debtor's mailing matrix, attached to the Certificate of Service filed herewith. In light of the nature of the relief requested in this Motion, the Debtor respectfully submits that no further notice is necessary. Parsons Behle submits that this notice satisfies the requirements of Bankruptcy Rule 2002.

No prior application for the relief sought in this Motion has been made to this Court or any other court in connection with these Chapter 11 Cases.

WHEREFORE, Parsons Behle prays:

1. That the Court enter an order, substantially in the form attached hereto as Exhibit A hereto, granting the relief requested in the Application;
2. That the Court grant Parsons Behle's request for (i) for fees earned in the amount of \$138,786.50 and (ii) for reimbursement for actual and necessary expenses for expenses incurred in the amount of \$2,548.74, for a total additional interim allowed administrative priority expense claim in the amount of \$141,335.24;
3. That such amounts be allowed as priority administrative expenses of the estates on a final basis pursuant to 11 U.S.C. § 503(b)(2) and 507(a)(1);
4. That the Debtor be authorized and directed under 11 U.S.C. §§ 330 and 331 to immediately pay the entire allowed amount from the Debtor's estate and, specifically, through the use of the Management Services Agreement via Blue Castle Holdings, Inc., pursuant to the Order Authorizing Continued Use of Debtor's Cash Management System Through Services Agreement With Blue Castle Holdings Inc. and Granting Related Relief, ECF 183; and
5. For such other and further relief as is just and reasonable in the circumstances.

Dated this 8th day of March, 2025.

PARSONS BEHLE & LATIMER

/s/ Brian M. Rothschild

Brian M. Rothschild

Attorneys for Debtor Power Block Coin, L.L.C.

DECLARATION

I, Brian M. Rothschild, of and for Parsons Behle & Latimer, do hereby declare under penalty of perjury that the statements contained herein are true and correct to the best of my knowledge, information and belief.

Dated this 8th day of March, 2025.

PARSONS BEHLE & LATIMER

/s/ Brian M. Rothschild

Brian M. Rothschild

Exhibit A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re: POWER BLOCK COIN, L.L.C. Debtor	Case No. 24-bk-23041-JTM Chapter 11 Judge Joel T. Marker
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**ORDER GRANTING SECOND INTERIM APPLICATION OF
PARSONS BEHLE & LATIMER, COUNSEL TO DEBTOR, FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF
EXPENSES**

By this Application (“**Parsons Behle**”), counsel to the above-captioned debtor and debtor in possession Power Block Coin, L.L.C. (the “**Debtor**”), having filed its Second Interim Application (the “**Application**”) pursuant to sections 328, 330, and 331 of title of the United States Code (the “**Bankruptcy Code**”), Rules 2002(c)(3) and 2016 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”); the Application having been properly noticed; in consideration of the all oppositions filed and made at the hearing, and the Court having considered all such objections and hereby overruling them on their merits; the Court having considered the pleadings and papers on file herein; and good cause appearing,

IT IS HEREBY ORDERED as follows:

1. The Application is hereby **APPROVED**;

2. Parsons Behle's requests for (i) for fees earned in the amount of \$138,786.50 and (ii) for reimbursement for actual and necessary expenses for expenses incurred in the amount of \$2,548.74, for a total additional interim allowed administrative priority expense claim in the amount of \$141,335.24, are hereby **ALLOWED** on an interim basis;

3. The Debtor is authorized and directed under 11 U.S.C. §§ 330 and 331 to immediately pay the entire allowed amount from the Debtor's estate and, specifically, through the use of the Management Services Agreement via Blue Castle Holdings, Inc., pursuant to the Order Authorizing Continued Use of Debtor's Cash Management System Through Services Agreement with Blue Castle Holdings Inc. and Granting Related Relief, ECF 183.

4. The Application is approved without prejudice to Parsons Behle's right to seek further compensation and reimbursement under any subsequent fee application.

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Exhibit B

Time Entry Detail

Exhibit B
Time Entry Detail

Time Report

Power Block Coin, LLC / Post Petition Chapter 11 Bankruptcy (37787-003)

Date	SM/ Tas	Name	Description	Hours	Amount	Rate	Narrative
10/01/2024	17	Rothschild, Brian M.	Shareholder	1.70	833.00	490.00	Begin draft of plan support agreement. Review and respond to emails from Brian Rothschild (.2); review and respond to emails from Aaron Tilton (.2); teleconference with Aaron Tilton (.3).
10/02/2024	7	Smith, Timothy B.	Shareholder	0.70	388.50	555.00	
10/03/2024	7	Smith, Timothy B.	Shareholder	0.30	166.50	555.00	Review and respond to emails from client (.3). Teams meeting to discuss upcoming deadlines, plan, and fee applications.
10/03/2024	7	McGill, Elliott D.	Associate	0.20	72.00	360.00	Prepare time entries detail (Exhibit A) for PBL First Interim Fee Application.
10/04/2024	11	Rothschild, Brian M.	Shareholder	1.90	931.00	490.00	Prepare Plan Support Agreement (1.5, 1.6); revise draft of proposed Amended Solara Note (.5); correspondence with counsel for Solara on proposed terms (.2).
10/04/2024	17	Rothschild, Brian M.	Shareholder	3.80	1,862.00	490.00	
10/04/2024	11	McGill, Elliott D.	Associate	0.10	36.00	360.00	Call with Brian Rothschild regarding fee application. Review and respond to emails from Brian Rothschild (.2); review and respond to emails from Aaron Tilton (.2); teleconference with Aaron Tilton (.3).
10/07/2024	7	Smith, Timothy B.	Shareholder	0.70	388.50	555.00	Prepare and revise Motion to Sell or Abandon Assets (.8); send same to client with request for information (.2).
10/07/2024	2	Rothschild, Brian M.	Shareholder	1.00	490.00	490.00	
10/07/2024	11	Rothschild, Brian M.	Shareholder	3.00	1,470.00	490.00	Prepare Parsons Behle First Interim Fee Application descriptions by task code and attorney (2.1); prepare Proposed Order (.7); prepare and complete cover sheet (.2). Review and respond to email from Brad Jones (.2); review and respond to email from Brian Rothschild (.2); review proposal for restructuring (.4); review fee application (.5); review teleconference with client (.4).
10/08/2024	7	Smith, Timothy B.	Shareholder	1.70	943.50	555.00	
10/08/2024	2	Rothschild, Brian M.	Shareholder	3.40	1,666.00	490.00	Prepare and revise Bid Procedures (1.5); prepare and revise Notice of Sale and Bid Procedures or Abandonment (.8); prepare proposed Bid Procedures Order (.8); call with client on support for Sale or Abandonment Motion (.3). Revise fee application (.6); revise order on fee application (.3).
10/08/2024	11	Rothschild, Brian M.	Shareholder	0.90	441.00	490.00	
10/09/2024	7	Smith, Timothy B.	Shareholder	0.60	333.00	555.00	Review and respond to emails from Brian Rothschild (.2); review order granting objection to subchapter 5 election (.4). Conference call with Objecting Creditors, Debtor, and Objecting Creditors' counsel regarding discussions on consensual plan of reorganization.
10/09/2024	15	Neilson, Darren B.	Shareholder	0.40	168.00	420.00	Review and analysis of memorandum decision on subchapter V eligibility (.4); coordinate with team on strategy going forward (.1, .1).
10/09/2024	7	Rothschild, Brian M.	Shareholder	0.60	294.00	490.00	Revise fee application, finalize, and file (.9); correspondence with Ampleo on fee application and request for reductions (.1, .3); correspondence with White & Case and U.S. Trustee on same (.3); prepare and revise Ampleo first interim fee application (1.1); prepare Notice of Hearing on Fee Applications (.8); finalize and file same and send for service (.2).
10/09/2024	11	Rothschild, Brian M.	Shareholder	3.70	1,813.00	490.00	Call with Objecting Creditors and Sub V Trustee on potential resolutions and steps toward consensual Plan.
10/09/2024	15	Rothschild, Brian M.	Shareholder	0.30	147.00	490.00	Review/analyze memorandum of decision on Subchapter V eligibility.
10/09/2024	7	McGill, Elliott D.	Associate	0.20	72.00	360.00	Review/compile Ampleo invoices and format into exhibit to interim fee application (.4); Draft/revise Ampleo Fee Application (.7).
10/09/2024	11	McGill, Elliott D.	Associate	1.10	396.00	360.00	Review and respond to emails from Brad Jones (.2); teleconference with Brad Jones (.3); draft correspondence to Canadian counsel (.5).
10/14/2024	14	Smith, Timothy B.	Shareholder	1.00	555.00	555.00	Review and respond to emails from client (.4); review email from Celsius counsel (.2); review and respond to emails from Canadian counsel (.3).
10/15/2024	7	Smith, Timothy B.	Shareholder	0.90	499.50	555.00	Correspondence and analysis of negotiation correspondence with Celsius (1.1); update client (.2).
10/15/2024	17	Rothschild, Brian M.	Shareholder	1.30	637.00	490.00	
10/15/2024	20	Rothschild, Brian M.	Shareholder	0.20	98.00	490.00	Advise on monthly operating report notes.

Exhibit B
Time Entry Detail

10/16/2024	7	Smith, Timothy B.	Shareholder	1.20	666.00	555.00	Review and respond to emails from Brian Rothschild (.5); review and respond to emails from Michael Johnson (.4); review and respond to emails from Aaron Tilton (.3).
10/16/2024	14	Smith, Timothy B.	Shareholder	1.00	555.00	555.00	Review and respond to emails from Brad Jones (.3); review and respond to emails from Pennsylvania local counsel (.5); review and respond to emails from Aaron Tilton (.2).
10/18/2024	7	Smith, Timothy B.	Shareholder	0.20	111.00	555.00	Review and respond to emails from client (.2).
10/18/2024	17	Rothschild, Brian M.	Shareholder	2.10	1,029.00	490.00	Negotiations and correspondence with objecting creditors on plan and information requests (1.3, .8).
10/20/2024	7	Smith, Timothy B.	Shareholder	0.70	388.50	555.00	Review and respond to emails from Aaron Tilton (.4); review and respond to emails from Brian Rothschild (.3).
10/21/2024	20	Rothschild, Brian M.	Shareholder	0.30	147.00	490.00	Review and file Monthly Operating Report.
10/22/2024	14	Smith, Timothy B.	Shareholder	0.70	388.50	555.00	Review and respond to emails from Aaron Tilton (.3); review and respond to emails from Brad Jones (.2); review and respond to emails from Tom Retson (.2).
10/22/2024	15	Rothschild, Brian M.	Shareholder	1.00	490.00	490.00	Work on schedule and prepare for presentation to Creditors' Committee.
10/23/2024	7	Smith, Timothy B.	Shareholder	1.30	721.50	555.00	Review and respond to emails from Tom Reston (.2); review and respond to emails from Brad Jones (.2); review and respond to emails from Aaron Tilton (.3); review correspondence to US Trustee (.2); review and respond to emails from P.H. (.2); review and respond to emails from Brian Rothschild (.2).
10/23/2024	15	Rothschild, Brian M.	Shareholder	1.40	686.00	490.00	Meeting with US Trustee and prospective creditors committee members in formation meeting (.8); research on committee membership (.2); call with client on same (.1); correspondence with US Trustee on committee formation (.3).
10/23/2024	7	Chang, Alexander S.	Associate	1.30	422.50	325.00	Research Issue on committee duties.
10/24/2024	7	Smith, Timothy B.	Shareholder	0.80	444.00	555.00	Review incoming pleadings (.4); review and respond to email from Brian Rothschild (.2); review and respond to emails from Aaron Tilton (.2).
10/25/2024	17	Rothschild, Brian M.	Shareholder	0.60	294.00	490.00	Correspondence and follow up with client on document production (.2); analysis of privilege issue (.4).
10/28/2024	7	Smith, Timothy B.	Shareholder	0.50	277.50	555.00	Correspondence regarding case status (.4); review email from Brian Rothschild (.1).
10/28/2024	7	Rothschild, Brian M.	Shareholder	0.40	196.00	490.00	Begin preparation of status report for court.
10/29/2024	14	Smith, Timothy B.	Shareholder	0.50	277.50	555.00	Teleconference with Aaron Tilton (.5).
10/29/2024	14	Jensen-Beutler, Kirstin L.	Paralegal	0.10	23.50	235.00	Review and analyze email from B. Rothschild regarding setting up a secure link that our client can upload documents to a secured folder and prepare reply email.
10/29/2024	14	Jensen-Beutler, Kirstin L.	Paralegal	0.10	23.50	235.00	Prepare email to clients enclosing the link for them to upload their confidential documents to our secured folder.
10/31/2024	7	Smith, Timothy B.	Shareholder	0.30	166.50	555.00	Teleconference with Aaron Tilton (.3).
10/31/2024	17	Chang, Alexander S.	Associate	2.80	910.00	325.00	Research on employment and retainers.
11/04/2024	12	Rothschild, Brian M.	Shareholder	2.90	0.00	0.00	Prepare and revise Response to Objection to Fee Applications (2.0); research for same (.3, .5); finalize and file same (.1) (2.9 hours, no charge for responding to objections to fee application).
11/04/2024	17	Rothschild, Brian M.	Shareholder	3.60	1,764.00	490.00	Call with M. Johnson on production of documents in response to creditors' request (.4); correspondence with U.S. Trustee regarding amending schedules, treatment of claims in Plan (.2, .4); call with client regarding production (1); review production (1.0); prepare and send production with cover explanation and further entreaty to negotiations and information production (1.5).
11/05/2024	7	Smith, Timothy B.	Shareholder	0.40	222.00	555.00	Teleconference with client (.2); review and respond to emails from client (.2).
11/05/2024	14	Jensen-Beutler, Kirstin L.	Paralegal	0.20	47.00	235.00	Telephone communication with K. Congee regarding access to secure link to upload confidential documents.
11/06/2024	14	Smith, Timothy B.	Shareholder	0.60	333.00	555.00	Review and respond to emails from Brad Jones (.3); review and respond to emails from Canadian counsel (.3).

11/07/2024	7	Smith, Timothy B.	Shareholder	0.90	499.50	555.00	Review and respond to email from Canadian counsel (.2); review and respond to emails from Tom Retson (.2); teleconference with Tom Retson, Aaron Tilton and Brad Jones (.3); draft correspondence to Canadian court clerk (.2).
11/07/2024	7	Rothschild, Brian M.	Shareholder	0.30	147.00	490.00	Check exclusivity and work to assign exclusivity motion. Responses to information requests and questions from Objecting Creditors (.7, .3, .1); prepare Status Report and file same (1.5).
11/07/2024	15	Rothschild, Brian M.	Shareholder	2.60	1,274.00	490.00	Review status report (.3); review email from Ampleo (.1); review and respond to emails from Brian Rothschild (.3); review and respond to emails from Tom Retson (.2).
11/08/2024	7	Smith, Timothy B.	Shareholder	0.90	499.50	555.00	
11/08/2024	7	Rothschild, Brian M.	Shareholder	0.20	98.00	490.00	Update client on filings and status of reporting.
11/08/2024	17	Rothschild, Brian M.	Shareholder	1.50	735.00	490.00	Research on confirmation requirements and classification. Research regarding extension of exclusivity period for cause under 1121(d) (1.2); drafting/revising motion to extend exclusivity period (1.4).
11/08/2024	7	McGill, Elliott D.	Associate	2.60	936.00	360.00	Review and respond to emails from client (.3); teleconference with client (.3).
11/11/2024	7	Smith, Timothy B.	Shareholder	0.60	333.00	555.00	Review and analysis of Objection to Sale Motion (.5) correspondence with Committee counsel and attempt to resolve objection (.2); correspondence with client on same (.1).
11/11/2024	2	Rothschild, Brian M.	Shareholder	0.80	392.00	490.00	
11/11/2024	17	Rothschild, Brian M.	Shareholder	1.90	931.00	490.00	Work with A. Chang on drafting Disclosure Statement and Motion to Approve Disclosure Statement and related approvals (.3); revise Plan of Reorganization summary (1.6).
11/11/2024	14	Chang, Alexander S.	Associate	0.30	97.50	325.00	Discussion and analysis of case with B. Rothschild.
11/11/2024	2	McGill, Elliott D.	Associate	0.20	72.00	360.00	Review/analyze responses to and motion to sell or abandon.
11/12/2024	17	Chang, Alexander S.	Associate	1.80	585.00	325.00	Draft Disclosure Statement.
11/12/2024	17	Chang, Alexander S.	Associate	3.60	1,170.00	325.00	Draft Disclosure Statement.
11/12/2024	7	McGill, Elliott D.	Associate	1.80	648.00	360.00	Research regarding potential implications conflicts for committee professionals.
11/13/2024	7	Smith, Timothy B.	Shareholder	0.90	499.50	555.00	Teleconference with client (.6); review and respond to emails from client (.3).
11/13/2024	17	Rothschild, Brian M.	Shareholder	1.60	784.00	490.00	Calls with potential liquidating trustee (.1, .2); update client (.1); revise Plan (1.2).
11/13/2024	17	Chang, Alexander S.	Associate	0.70	227.50	325.00	Draft Disclosure Statement.
11/13/2024	17	Chang, Alexander S.	Associate	1.00	325.00	325.00	Draft Disclosure Statement.
11/14/2024	7	Smith, Timothy B.	Shareholder	0.70	388.50	555.00	Review and respond to emails from client (.3); teleconference with client (.4).
11/14/2024	17	Chang, Alexander S.	Associate	0.40	130.00	325.00	Review Disclosure Statement.
11/14/2024	17	Chang, Alexander S.	Associate	1.90	617.50	325.00	Review and draft Disclosure Statement.
11/14/2024	17	Chang, Alexander S.	Associate	0.90	292.50	325.00	Draft Motion to Approve Disclosure Statement and Notice.
11/15/2024	17	Rothschild, Brian M.	Shareholder	0.30	147.00	490.00	Strategy call on plan with A. Tilton.
11/17/2024	17	Chang, Alexander S.	Associate	1.40	455.00	325.00	Draft Motion to Approve Disclosure Statement and Notice. Conference with Brian Rothschild (.2); review emails from opposing counsel (.2).
11/18/2024	7	Smith, Timothy B.	Shareholder	0.40	222.00	555.00	Correspondence with counsel for committee and objecting creditors on scheduling and further solicitation of comments and offer to produce evidence in support of Plan (.3, .2); revise plan classification (1.2); prepare and revise Motion to Extend Exclusivity (1.1); calls with court clerk to obtain hearing date, draft Notice of Hearing, file and serve same (.4).
11/18/2024	17	Rothschild, Brian M.	Shareholder	3.20	1,568.00	490.00	Work with A. Chang on plan revisions (.2); revise plan means of implementation (1.6); research on potential liquidating trustee (.2).
11/19/2024	17	Rothschild, Brian M.	Shareholder	2.00	980.00	490.00	
11/19/2024	17	Chang, Alexander S.	Associate	0.20	65.00	325.00	Draft Confirmation Notice.
11/19/2024	17	Chang, Alexander S.	Associate	1.10	357.50	325.00	Draft voting ballots for SmartFi Plan.
11/19/2024	17	Chang, Alexander S.	Associate	2.00	650.00	325.00	Draft Class 3 Convenience Claims Ballot, other plan documents.

Exhibit B
Time Entry Detail

11/20/2024	17	Rothschild, Brian M.	Shareholder	2.70	1,323.00	490.00	Call with D. Clark on exhibits for amended plan (.4); revise plan classes and treatment (2.3). Revise questionnaire and work with Debtor and FA on monthly operating report (.4); review and file monthly operating report (.5).
11/20/2024	20	Rothschild, Brian M.	Shareholder	0.90	441.00	490.00	
11/20/2024	17	Chang, Alexander S.	Associate	0.50	162.50	325.00	Finalize Class 2 and Class 3 Ballots.
11/20/2024	17	Chang, Alexander S.	Associate	1.40	455.00	325.00	Draft Non-Voting Notice Package. Review first amended plan (.6); Begin review/revisions to Disclosure statement and motion to approve disclosure statement (.3).
11/20/2024	17	McGill, Elliott D.	Associate	0.90	324.00	360.00	Review and respond to emails from Aaron Tilton (.2); review and respond to emails from Tom Retson (.2); review and respond to emails from Brian Rothschild (.2).
11/21/2024	7	Smith, Timothy B.	Shareholder	0.60	333.00	555.00	
11/21/2024	2	Rothschild, Brian M.	Shareholder	1.10	539.00	490.00	Call with A. Tilton on case issues including ability to shutter platform, sale motion, etc. (5); prepare for and attend hearing on motion to sell and other pending motions (.6). Revise Order Granting Ampleo Fee Application and draft Designation of Parties to Receive Notice, upload same (.4); revise Order Granting Parsons Behle First Interim Fee Application, upload same (.3).
11/22/2024	11	Rothschild, Brian M.	Shareholder	0.70	343.00	490.00	Work with client and Ampleo on updated financials after approval of professionals' fees (.2, .1); assist and answer questions with client and Ampleo on transition to updated MOR form (.4).
11/22/2024	20	Rothschild, Brian M.	Shareholder	0.70	343.00	490.00	Prepare for Q&A (.4); attend Q&A with creditors on bankruptcy status (.7).
11/25/2024	15	Rothschild, Brian M.	Shareholder	1.10	539.00	490.00	Prepare and file Monthly Operating Report on standard form with exhibits (.5); correspondence with U.S. Trustee regarding same (.1).
11/25/2024	20	Rothschild, Brian M.	Shareholder	0.60	294.00	490.00	Correspondence with Committee and Committee financial advisor to facilitate direct information sharing from Debtor (.4); calls with client on same (.3, .2).
11/26/2024	15	Rothschild, Brian M.	Shareholder	0.90	441.00	490.00	Review and respond to emails from Aaron Tilton (.2); review and respond to emails from Brian Rothschild (.2).
11/27/2024	7	Smith, Timothy B.	Shareholder	0.40	222.00	555.00	Correspondence with Committee on potential resolution of Platform Sale Motion (.1); analysis of proposal and send same to client for consideration (.4).
12/02/2024	2	Rothschild, Brian M.	Shareholder	0.50	245.00	490.00	Review and respond to emails from client (.3); teleconference with client (.1).
12/03/2024	7	Smith, Timothy B.	Shareholder	0.40	222.00	555.00	Review and respond to emails from Brad Jones (.3); review and respond to emails from Brian Rothschild (.2).
12/04/2024	7	Smith, Timothy B.	Shareholder	0.50	277.50	555.00	Revise format of Stipulated Order on Platform Sale Motion (.4); upload same and correspondence with Committee counsel on same (.2).
12/04/2024	2	Rothschild, Brian M.	Shareholder	0.60	294.00	490.00	Correspondence with potential liquidating trustee candidate (.2); call with Ampleo on revisions to payment schedule for Plan (.3); revise corresponding Plan provisions (.6); correspondence with Committee on potential input and negotiation on plan (.3).
12/04/2024	17	Rothschild, Brian M.	Shareholder	1.40	686.00	490.00	Research Celsius docket and related adversary proceeding dockets per request of Brian Rothschild.
12/05/2024	7	Smith, Timothy B.	Shareholder	0.30	166.50	555.00	Review and respond to emails from client (.3).
12/05/2024	14	Smith, Timothy B.	Shareholder	0.40	222.00	555.00	Review and respond to emails from local counsel (.2); review and respond to emails from client (.2).
12/05/2024	14	Muranaka, Aaron	Paralegal	1.00	245.00	245.00	Further research Celsius docket per request of Brian Rothschild.
12/06/2024	7	Smith, Timothy B.	Shareholder	0.80	444.00	555.00	Review and respond to emails from Tom Retson (.3); review and respond to emails from Brad Jones (.3); teleconference with Phil Hershman (.2).
12/09/2024	7	Smith, Timothy B.	Shareholder	0.50	277.50	555.00	Review and respond to emails from S.C. (.3); review and respond to emails from Brad Jones (.2).
12/10/2024	11	Rothschild, Brian M.	Shareholder	0.70	343.00	490.00	Prepare Declaration of B. Jones (.5); correspondence with Committee regarding same (.2).
12/10/2024	17	Rothschild, Brian M.	Shareholder	1.00	490.00	490.00	Call with Committee counsel negotiating plan provisions. Review and respond to emails from Brian Rothschild (.2); conference with Brian Rothschild (.3); review and respond to emails from Aaron Tilton (.2); review and respond to emails from Elliott McGill (.2).
12/11/2024	7	Smith, Timothy B.	Shareholder	0.90	499.50	555.00	Prepare and upload order granting Parsons Behle Application for Compensation.
12/11/2024	11	Rothschild, Brian M.	Shareholder	0.40	196.00	490.00	
12/11/2024	12	Rothschild, Brian M.	Shareholder	0.10	0.00	0.00	Hearing on Objection to Fee Applications (No charge).

Exhibit B
Time Entry Detail

12/11/2024	17	Rothschild, Brian M.	Shareholder	2.50	1,225.00	490.00	Call with D. Clark on Liquidation Analysis and Cash Flow Analysis for Plan (.7); revise Plan (1.4); call with M. Johnson on plan support (.4).
12/11/2024	7	McGill, Elliott D.	Associate	0.10	36.00	360.00	Conference w/ B. Rothschild regarding Motion to extend automatic stay to encompass Brown lawsuit.
12/11/2024	7	McGill, Elliott D.	Associate	0.80	288.00	360.00	Review previous filings on potential motion for extension of automatic stay (.4); review/analyze second Amended Complaint (.4).
12/11/2024	7	McGill, Elliott D.	Associate	0.40	144.00	360.00	Review/analyze UCC's objection to motion to extend exclusivity period.
12/12/2024	7	Smith, Timothy B.	Shareholder	0.90	499.50	555.00	Review and respond to emails from Brian Rothschild (.2); review court order (.1); review and respond to emails from Stephanie Chipley (.2); review and respond to emails from Tom Retson (.2); review and respond to emails from P. H. (.2).
12/12/2024	14	Smith, Timothy B.	Shareholder	0.20	111.00	555.00	Review email from arbitrator (.1); review email from counsel for Alber (.1).
12/12/2024	17	Rothschild, Brian M.	Shareholder	3.30	1,617.00	490.00	Review and analysis of Objection to Exclusivity Extension Motion (1.0); work with E. McGill on Response (.3); revise Plan provisions on class treatment (2.0).
12/12/2024	7	McGill, Elliott D.	Associate	0.30	108.00	360.00	Conference with A. Chang and B. Rothschild regarding upcoming deadlines and forthcoming plan.
12/13/2024	7	Smith, Timothy B.	Shareholder	1.70	943.50	555.00	Review and respond to emails from Brian Rothschild (.2); review and respond to emails from Brad Jones (.4); review and respond to emails from P.H. (.4); teleconferences with P.H. (.7).
12/13/2024	7	Smith, Timothy B.	Shareholder	0.50	277.50	555.00	Review reply brief in support of exclusivity (.5).
12/13/2024	17	Rothschild, Brian M.	Shareholder	3.40	1,666.00	490.00	Assist client with discovery responses to Huron Consulting requests (1.1); revise Reply in Support of Motion to Extend Exclusive Periods (2.0); assemble exhibits, finalize, and file same (.3).
12/13/2024	17	McGill, Elliott D.	Associate	3.80	1,368.00	360.00	Analyze UCC response to motion to extend exclusivity (.4); draft reply brief in support of motion (3.4).
12/14/2024	14	Smith, Timothy B.	Shareholder	1.00	555.00	555.00	(Adversary proceeding against Stadelmann and Brown) Review and respond to emails from Brian Rothschild regarding UTXO judgment (.5); edit plan regarding same (.5).
12/14/2024	17	Rothschild, Brian M.	Shareholder	3.80	1,862.00	490.00	Revise and work on Liquidation Analysis (1.0); correspondence with FA and Debtor regarding same (.3); revise Plan means of implementation and asset descriptions (1.4); assist in production of financials to Committee, review, and send same (.9); create and file supplemental exhibit on Exclusivity Motion (.2).
12/16/2024	7	Smith, Timothy B.	Shareholder	0.60	333.00	555.00	Review revised plan (.4); review and respond to emails from Aaron Tilton (.2).
12/16/2024	14	Smith, Timothy B.	Shareholder	1.40	777.00	555.00	(Adversary proceeding against Stadelmann and Brown) Review and respond to emails from Elliott McGill regarding extension of stay (.4); draft explanation of status of Brown proceedings (.5); review pleadings in Brown case (.5).
12/16/2024	17	Rothschild, Brian M.	Shareholder	6.60	3,234.00	490.00	Revise Liquidating Trust Agreement to add Advisory Board, first Liquidating Trustee, and other changes (1.0); correspondence with Liquidating Trustee candidate and revise Declaration of Disinterestedness (.4); conforming changes to Plan (.8); correspondence with D. Clark on Liquidation Analysis and Operating Budget (.3, .2, .3); call with client on feasibility and cash budget (.2); review and analysis of revised Liquidation Analysis (.4); review and analysis of revised Operating Budget (.3); finalize First Amended Plan (2.0); proof and file same (.5);
12/16/2024	14	Chipley, Stephanie H.	Associate	0.10	40.50	405.00	correspondence with Committee on Amended Plan (.2). (Adversary proceeding against Stadelmann and Brown) Conf. with T. Smith regarding Complaint to pierce corporate veil against Brown and Stadelmann related to judgment obtained in SmartFi v. UTXO.
12/16/2024	14	Chipley, Stephanie H.	Associate	0.50	202.50	405.00	(Adversary proceeding against Stadelmann and Brown) Begin work on draft of Complaint against Stadelmann and Brown.
12/17/2024	14	Smith, Timothy B.	Shareholder	0.50	277.50	555.00	Research re potential motion to extend stay (.5).
12/17/2024	17	Rothschild, Brian M.	Shareholder	1.90	931.00	490.00	Prepare for and attend hearing on Exclusivity Motion (.9); calls with client on next steps (.4, .2); call with counsel for Debtor's affiliates on plan support changes (.3); correspondence with Committee requesting plan input and discussion (.1).
12/17/2024	7	McGill, Elliott D.	Associate	0.40	144.00	360.00	Attend hearing on motion to extend exclusivity.

Exhibit B
Time Entry Detail

12/18/2024	7	Smith, Timothy B.	Shareholder	0.70	388.50	555.00	Review and respond to emails from Brad Jones (.3); teleconference with Brad Jones (.4).
12/18/2024	7	Rothschild, Brian M.	Shareholder	2.40	1,176.00	490.00	Call with T. Smith on case progress and strategy (.2); calls with client on strategy (.4, .2, .2); research on best interest of estate and conversion (1.4).
12/18/2024	17	Rothschild, Brian M.	Shareholder	0.10	49.00	490.00	Review and send comments to Committee order Denying Motion to Extend Exclusivity.
12/20/2024	14	Smith, Timothy B.	Shareholder	1.10	610.50	555.00	(Adversary proceeding against Stadelmann and Brown) Review and edit draft complaint to enforce UTXO judgment (.9); review and respond to emails from Stephanie Chipley (.2).
12/20/2024	4	Rothschild, Brian M.	Shareholder	3.50	1,715.00	490.00	Prepare UTXO/Brown and Stadelmann Complaint and add causes of action under UVTA, sections 548, 544, and 550 (2.0, 1.3); send to client for review with cover email (.2).
12/20/2024	7	Rothschild, Brian M.	Shareholder	1.30	637.00	490.00	Call with potential liquidating trustee (.3); call with U.S. Trustee on case strategy and recommendations (.3); assess case options and prepare for call with Committee (.7).
12/20/2024	14	Chipley, Stephanie H.	Associate	2.40	972.00	405.00	(Adversary proceeding against Stadelmann and Brown) Add'l work on draft of complaint against Stadelmann and Brown. (Adversary proceeding against Stadelmann and Brown) Review draft complaint (.8); prepare exhibits for complaint (.5); review and respond to emails from Brian Rothschild (.2); review and respond to emails from Stephanie Chipley (.2); review and respond to emails from Aaron Tilton (.2);
12/23/2024	14	Smith, Timothy B.	Shareholder	2.30	1,276.50	555.00	teleconference with Aaron Tilton (.4).
12/23/2024	4	Rothschild, Brian M.	Shareholder	0.70	343.00	490.00	Call with client team to finalize Brown and Stadelmann complaint (.3); revise Complaint (.4).
12/23/2024	7	Rothschild, Brian M.	Shareholder	0.40	196.00	490.00	Calls with client on case status and conversion (.1, .1); correspondence with Committee counsel (.2).
12/30/2024	17	Rothschild, Brian M.	Shareholder	1.20	588.00	490.00	Negotiation call with Committee and Debtor (1.0) call with Debtor on responses and providing information (.2).
12/31/2024	17	Rothschild, Brian M.	Shareholder	0.20	98.00	490.00	Call with client on disclosures supporting plan feasibility to Committee.
01/02/2025	14	Smith, Timothy B.	Shareholder	2.00	1,190.00	595.00	(Adversary proceeding against Stadelmann and Brown) Review and respond to emails from Elliott McGill (.2); review documents (.5); teleconference with Elliott McGill (.2); review draft UTXO complaint (.8); review and respond to emails from Brian Rothschild (.3).
01/02/2025	14	Rothschild, Brian M.	Shareholder	2.20	1,122.00	510.00	(Adversary proceeding against Stadelmann and Brown) Prepare and revise Brown and Stadelmann Complaint (1.7); further research for same (.5).
01/02/2025	15	Rothschild, Brian M.	Shareholder	1.90	969.00	510.00	Work on disclosures to Committee.
01/02/2025	14	McGill, Elliott D.	Associate	0.20	81.00	405.00	Communications with T. Smith regarding Brown lawsuit and potential motion to extend automatic stay.
01/03/2025	17	Rothschild, Brian M.	Shareholder	1.50	765.00	510.00	Call with team on disclosures to Committee and response to demands (.5, .4); prepare description of settlement responses (.6).
01/03/2025	7	McGill, Elliott D.	Associate	1.80	729.00	405.00	Analyze filings to assist in preparing renewed motion to extend automatic stay to same (.6); research regarding applicability of stay (.7); begin drafting renewed motion (.5).
01/07/2025	15	Rothschild, Brian M.	Shareholder	1.50	765.00	510.00	Call with M. Johnson on Committee disclosures and negotiation (.1); revise and research on settlement terms (1.4).
01/08/2025	15	Rothschild, Brian M.	Shareholder	0.60	306.00	510.00	Call with client (.1); revise memorandum to creditors and send for final approval (.5).
01/09/2025	7	McGill, Elliott D.	Associate	0.20	81.00	405.00	Case discussion with bankruptcy counsel regarding next steps and deadlines.
01/15/2025	8	Rothschild, Brian M.	Shareholder	2.10	1,071.00	510.00	Call with client team on Celsius claim defenses (1.4); further analysis of new value, ordinary course, other defenses (.7).
01/17/2025	17	Rothschild, Brian M.	Shareholder	0.50	255.00	510.00	Calls with A. Tilton on plan revisions (.1, .2); correspondence regarding additional production (.1, .1).
01/21/2025	20	Rothschild, Brian M.	Shareholder	1.00	510.00	510.00	Consult with client on reporting (.3); review and revise MOR (.4); finalize and file same (.3).
01/22/2025	17	Rothschild, Brian M.	Shareholder	2.70	1,377.00	510.00	Calls with client on production, negotiation (.1, .2); finalize and send production, with cover, to Committee (.8); correspondence with client on Committee invitation to discuss certain terms (.2, 1.); correspondence with Committee counsel on Liquidating Plan and other terms, meeting times (1.3).
01/23/2025	14	Smith, Timothy B.	Shareholder	0.70	416.50	595.00	(Adversary proceeding against Stadelmann and Brown) Communications with Dutch counsel regarding service of UTXO complaint (.5); review email from opposing counsel (.1); review email from Brian Rothschild (.1).

01/23/2025	17	Rothschild, Brian M.	Shareholder	4.60	2,346.00	510.00	Calls with A. Tilton (.2, .1, .4); call with larger client team on production and Committee discussion (.8); correspondence with Committee on production and potential meeting with Committee (.7, .2); formulate agenda for same (.2); extensive work on production and review of same (2.0). (Brown and Stadelmann Adversary) Correspondence with B. Rothschild on project description (.1, .1); research local rules pertaining to electronic signatures per B. Rothschild (.2); draft email to C. Perkins regarding acceptance of service (.5).
01/23/2025	14	Schoenfeld, Debby	Paralegal	0.90	144.00	160.00	(Adversary proceeding against Stadelmann and Brown) Review and respond to email from Brian Rothschild (.2); review correspondence from opposing counsel (.3); review UTXO complaint (.5); draft email to Stephanie Chipley (.1). Calls with client on upcoming meeting and production of additional documents (.1, .3); prepare for meeting (.3); meeting with Creditors' Committee on proposals in reorganizing plan (1.6).
01/24/2025	14	Smith, Timothy B.	Shareholder	1.10	654.50	595.00	(Brown and Stadelmann Adversary) Review email from C. Perkins with attached Acceptances of Service for the adversary proceeding (.2); prepare each acceptance for e-filing (.1); call to J. Tanner, ECF Administrator of the Court regarding e-filing the acceptances (.1); E-file the Acceptances of Service for J. Brown and D. Stadelmann with the U.S. Bankruptcy Court - District of Utah (.1).
01/24/2025	17	Rothschild, Brian M.	Shareholder	2.30	1,173.00	510.00	(Adversary proceeding against Stadelmann and Brown) Teleconference with Dutch counsel regarding service of UTXO complaint (.5); conference with Stephanie Chipley regarding UTXO complaint (.5).
01/24/2025	14	Schoenfeld, Debby	Paralegal	0.50	80.00	160.00	(Adversary proceeding against Stadelmann and Brown) Review/analyze Rule 11 notice letter from counsel for Daniel Stadelmann and Jason Brown regarding allegations in Complaint.
01/27/2025	14	Smith, Timothy B.	Shareholder	1.00	595.00	595.00	Call with client on committee negotiation (.2); review and analysis of Committee Plan (1.1); call with client regarding Committee Plan (.3); call with U.S. Trustee about case status, communications with Committee, and related issues (.5); call with counsel for affiliates on document disclosures and case status (.3).
01/27/2025	14	Chipley, Stephanie H.	Associate	0.20	89.00	445.00	Review/analyze proposed plan filed by UCC.
01/30/2025	17	Rothschild, Brian M.	Shareholder	2.40	1,224.00	510.00	Teams call with P. Kuhn and M. Wilden to discuss case strategy moving forward, discuss Plan filed by Unsecured Creditors Committee, discuss Notice to Convert to Chapter 7, and discuss client-to-client communications (1.2).
01/30/2025	7	Davidson, Samantha K.	Associate	1.20	468.00	390.00	Discussion with B. Rothschild regarding case strategy and instructions to draft Answer (x 2) and Counterclaims (x 2) for both pending adversary proceedings with Celsius (0.4).
01/30/2025	8	Davidson, Samantha K.	Associate	0.40	156.00	390.00	Negotiation call with Celsius counsel.
02/01/2025	17	Rothschild, Brian M.	Shareholder	0.20	102.00	510.00	(Adversary proceeding against Stadelmann and Brown) Review draft amended complaint (.5); conference with Brian Rothschild (.1); review and respond to emails from Brian Rothschild (.2).
02/03/2025	14	Smith, Timothy B.	Shareholder	0.80	476.00	595.00	(Adversary proceeding against Stadelmann and Brown) Revise Complaint against Stadelmann and Brown to address issues raised in Rule 11 letter regarding alter ego claims.
02/03/2025	14	Chipley, Stephanie H.	Associate	1.10	489.50	445.00	(Adversary proceeding against Stadelmann and Brown) Teleconference with Dutch counsel (.5).
02/04/2025	14	Smith, Timothy B.	Shareholder	0.50	297.50	595.00	Review additional discovery requests and forward to client.
02/04/2025	17	Rothschild, Brian M.	Shareholder	0.50	255.00	510.00	(Adversary proceeding against Stadelmann and Brown) Conference with Stephanie Chipley regarding amending complaint (.3); review and respond to emails from Aaron Tilton (.3); teleconference with Aaron Tilton (.4); conference with Angus Edwards (.3); review amended complaint (.4). Correspondence with Celsius counsel negotiating claim and plan (.4, .4); correspondence with affiliate counsel regarding same (.1).
02/07/2025	14	Smith, Timothy B.	Shareholder	1.60	952.00	595.00	
02/07/2025	7	Rothschild, Brian M.	Shareholder	0.90	459.00	510.00	

Exhibit B
Time Entry Detail

02/07/2025	14	Chipley, Stephanie H.	Associate	0.10	44.50	445.00	(Adversary proceeding against Stadelmann and Brown) Review/analyze correspondence with client containing communication from Stadelmann regarding using his own money for SmartFi's project, to support amended complaint against Stadelmann and Brown.
02/12/2025	14	Smith, Timothy B.	Shareholder	1.00	595.00	595.00	(Adversary proceeding against Stadelmann and Brown) Review and edit amended UTXO complaint (.7); review and respond to emails from Aaron Tilton (.2); review and respond to emails from Stephanie Chipley (.1).
02/12/2025	17	Rothschild, Brian M.	Shareholder	1.30	663.00	510.00	Work on production of additional documents and designations to Committee (.7, .4); calls with client regarding production (.1, .1).
02/12/2025	14	Chipley, Stephanie H.	Associate	0.30	133.50	445.00	(Adversary proceeding against Stadelmann and Brown) Revise complaint to include additional allegations regarding Stadelmann and Brown based on information received from client.
02/12/2025	14	Burgie, Kenna	Paralegal	2.00	340.00	170.00	Telephone conference with B. Rothschild; prepare and Bates label documents and files for production; create and deliver access link to service list.
02/13/2025	14	Smith, Timothy B.	Shareholder	2.10	1,249.50	595.00	(Adversary proceeding against Stadelmann and Brown) Teleconferences with Aaron Tilton (.4); review and respond to emails from Aaron Tilton (.3); review and respond to emails from Stephanie Chipley (.2); conference with Darren Nielson regarding UTXO amended complaint (.4); review and finalize amended complaint (.8).
02/13/2025	14	Neilson, Darren B.	Shareholder	0.50	225.00	450.00	Review of Amended Complaint and approval for filing.
02/13/2025	14	Rothschild, Brian M.	Shareholder	0.20	102.00	510.00	(Adversary proceeding against Stadelmann and Brown) Review and file summons on return in Brown adversary.
02/13/2025	17	Rothschild, Brian M.	Shareholder	2.20	1,122.00	510.00	Review 2004 Motions by Committee (.7); correspondence with Committee regarding same (.8); confer with client regarding plan process (.7).
02/13/2025	14	Chipley, Stephanie H.	Associate	0.20	89.00	445.00	(Adversary proceeding against Stadelmann and Brown) Review/analyze correspondence from client containing add'l factual information regarding Stadelmann and Brown to support alter ego claim in amended complaint.
02/13/2025	14	Chipley, Stephanie H.	Associate	0.70	311.50	445.00	(Adversary proceeding against Stadelmann and Brown) Revise draft of Amended Complaint to include additional information from client supporting alter ego claim against Stadelmann and Brown.
02/14/2025	17	Rothschild, Brian M.	Shareholder	1.70	867.00	510.00	Correspondence to arrange further Celsius discussion (.1, .1); work with client on Celsius claim (.5); Celsius negotiation (.9); correspondence with Committee on amount of Committee fees and request for further negotiation (.1).
02/18/2025	17	Rothschild, Brian M.	Shareholder	2.00	1,020.00	510.00	Correspondence with Committee with new document requests (.3); calls with A. Tilton on documents, status of discussions (.2, .3, .1); correspondence with Celsius on plan and negotiations (.5); correspondence with Committee on plan and negotiations (.6).
02/19/2025	17	Rothschild, Brian M.	Shareholder	1.20	612.00	510.00	Call with Celsius counsel (.2); call with Committee counsel (.7); correspondence with client on plan support documents (.3).
02/20/2025	8	Rothschild, Brian M.	Shareholder	0.80	408.00	510.00	Call with Celsius counsel (.2); call and correspondence with client on Celsius claim progress (.2); review and analysis of claims spreadsheet (.4).
02/20/2025	7	Davidson, Samantha K.	Associate	1.40	546.00	390.00	Case research and assessment (1.3). Discussion with B. Rothschild on case strategy and assignment instructions (0.1).
02/21/2025	17	Rothschild, Brian M.	Shareholder	1.00	510.00	510.00	Call with Committee professionals and clients to provide information regarding books and records, past transactions, accounts, etc. (.9); call with client on additional information requests (.1).
02/21/2025	17	Davidson, Samantha K.	Associate	0.60	234.00	390.00	Review draft of Disclosure Statement (0.4). Correspondence with E. McGill regarding strategy for the same (0.2).
02/23/2025	17	Rothschild, Brian M.	Shareholder	1.60	816.00	510.00	Work on review and production of documents in response to additional Committee requests.
02/24/2025	17	Rothschild, Brian M.	Shareholder	1.10	561.00	510.00	Review discovery responses and work with paralegal on production (.8); correspondence and cover transmittal to Committee counsel (.3).
02/24/2025	20	Rothschild, Brian M.	Shareholder	0.40	204.00	510.00	Correspondence with client on MOR (.2); review, assemble, and file monthly operating report (.2).
02/24/2025	17	Eggers, April M.	Paralegal	4.20	1,029.00	245.00	Discuss matter with attorney (.20). Prepare PBC documents with bates number and confidential designation for supplemental production (PBC002227 - PBC002393). (4.0).

Time Entry Detail

02/25/2025	17	Rothschild, Brian M.	Shareholder	1.40	714.00	510.00	Call with C. Tilton on calculation of Celsius preference claim (.2); call with Celsius on plan terms and negotiation (.8); call with client and Solara counsel on plan funding and negotiation (.4).
02/26/2025	17	Rothschild, Brian M.	Shareholder	0.80	408.00	510.00	Call with client on plan provisions and reaction to Celsius requests (.3); review and analysis and send additional information on Celsius transfer and new value to Celsius (.3); correspondence with Celsius (.2)
02/27/2025	17	Rothschild, Brian M.	Shareholder	0.30	153.00	510.00	Call with client on counteroffer to Celsius and provisions of plan (.2); correspondence setting up additional meeting with Celsius professionals (.1).
02/28/2025	17	Rothschild, Brian M.	Shareholder	1.80	918.00	510.00	Pre-call with A. Tilton on Celsius negotiation (.3); Celsius call (.7); work on plan provisions and response (.8). Prepare and send correspondence with Celsius on counteroffer (.9); revise table of offer and counteroffer and liquidation scenario (1.2); vet and send potential trustee candidates (.3).
03/03/2025	17	Rothschild, Brian M.	Shareholder	2.40	1,224.00	510.00	(Adversary proceeding against Stadelmann and Brown) Review email from opposing counsel and response to same (.2).
03/04/2025	14	Smith, Timothy B.	Shareholder	0.20	119.00	595.00	Review Celsius term sheet and presentation (.7); formulate and send questions on same in correspondence (.4); work on same with client (.3).
03/06/2025	17	Rothschild, Brian M.	Shareholder	1.40	714.00	510.00	Correspondence with client on Celsius cash transfer amounts for new value defense.
03/07/2025	8	Rothschild, Brian M.	Shareholder	0.30	153.00	510.00	Review Committee Amended Plan and Disclosure Statement (1.1); correspondence with Committee counsel (.1); call with client (.3); calls and correspondence with Celsius counsel on term sheet and negotiation (1, .2).
03/07/2025	17	Rothschild, Brian M.	Shareholder	1.80	918.00	510.00	Review spreadsheet with USD transactions on Celsius claim and reconcile same.
03/10/2025	8	Rothschild, Brian M.	Shareholder	0.80	408.00	510.00	
03/10/2025	17	Rothschild, Brian M.	Shareholder	3.70	1,887.00	510.00	Call with client on updated terms of Plan for further negotiation (.2, .1); revise Term Sheet (.9); call with Celsius and further negotiation (.8); call with client on counteroffer (.2); revise Term Sheet and consider alternatives (1.5).
03/12/2025	17	Rothschild, Brian M.	Shareholder	0.90	459.00	510.00	Call with client on revised Celsius offer (.1); revise Term Sheet and analysis of same (.8).
03/13/2025	17	Rothschild, Brian M.	Shareholder	1.70	867.00	510.00	Call with client and affiliates on counteroffer to Celsius (.5); review and revise counteroffer (.7); call with client on same (.1); correspondence with Celsius on structure of counteroffer and timing (.4).
03/13/2025	14	Chipley, Stephanie H.	Associate	0.50	222.50	445.00	(Adversary proceeding against Stadelmann and Brown) Review/analyze Motion to Dismiss Amended Complaint filed by Stadelmann and Brown.
03/14/2025	17	Rothschild, Brian M.	Shareholder	1.10	561.00	510.00	Revise term sheet (.2, .1); call with client (.1); review financials (.1); create redline, cover email, and send term sheet and counteroffer to Celsius (.6).
03/17/2025	17	Rothschild, Brian M.	Shareholder	0.40	204.00	510.00	Correspondence and call with client on negotiation with Celsius.
03/18/2025	17	Rothschild, Brian M.	Shareholder	2.40	1,224.00	510.00	Calls with client on counteroffer (.3, .6); extensive revisions of Term Sheet (.7); prepare cover and questions for client on revised terms and communications (.8).
03/18/2025	14	Chipley, Stephanie H.	Associate	0.20	89.00	445.00	(Adversary proceeding against Stadelmann and Brown) telephone conference with E. McGill regarding Stadelmann and Brown's motion to dismiss and drafting opposition to the same.
03/18/2025	14	McGill, Elliott D.	Associate	0.20	81.00	405.00	Discussion with S. Chipley regarding response to motion to dismiss Brown adversary proceeding.
03/19/2025	17	Rothschild, Brian M.	Shareholder	1.10	561.00	510.00	Call with client on counteroffer to Celsius (.4, .3); further analysis and work with client on same (.4).
03/20/2025	17	Rothschild, Brian M.	Shareholder	1.10	561.00	510.00	Revise Term Sheet (.4); draft cover explanation (.5); review pro forma and send counter to Celsius (.2).
03/20/2025	20	Rothschild, Brian M.	Shareholder	0.20	102.00	510.00	Review and file Monthly Operating Report.
03/20/2025	7	McGill, Elliott D.	Associate	3.90	1,579.50	405.00	Review/analyze competing plans and disclosure statements to assist in drafting motion to convert (.8); research regarding conversion and reconversion (1.4); draft motion to convert and proposed order (1.7)
03/21/2025	17	Rothschild, Brian M.	Shareholder	0.30	153.00	510.00	Review executed Solara agreement and correspondence with client regarding same.
03/21/2025	14	Chipley, Stephanie H.	Associate	1.20	534.00	445.00	(Adversary proceeding against Stadelmann and Brown) Research favorable caselaw regarding legal standard for motion to dismiss under Federal Rule of Civil Procedure 12(b)(6).

Exhibit B
Time Entry Detail

							(Adversary proceeding against Stadelmann and Brown) Draft opening paragraph of opposition to motion to dismiss (.1); draft legal standard section of opposition to motion to dismiss (.9).
03/21/2025	14	Chiple, Stephanie H.	Associate	1.00	445.00	445.00	Work with client on Committee document request and respond to Committee on same (.4); correspondence with client and Celsius on settlement discussion (.1., .1).
03/24/2025	17	Rothschild, Brian M.	Shareholder	0.60	306.00	510.00	(Adversary proceeding against Stadelmann and Brown) Begin case law research regarding alter ego liability for use in opposition to motion to dismiss.
03/24/2025	14	Chiple, Stephanie H.	Associate	1.30	578.50	445.00	(Adversary proceeding against Stadelmann and Brown) Correspondence with E. McGill regarding division of drafting duties for opposition to motion to dismiss.
03/24/2025	14	Chiple, Stephanie H.	Associate	0.10	44.50	445.00	(Adversary proceeding against Stadelmann and Brown) Conference with Stephanie Chiple regarding opposition to motion to dismiss (.3); review draft opposition to motion to dismiss (.9).
03/25/2025	14	Smith, Timothy B.	Shareholder	1.20	714.00	595.00	Review Stadelmann Motion and research on same (.8); work and strategy with T. Smith on Brown litigation claim and procedure regarding same (.4, .8); correspondence with Celsius and client on Celsius claim (.2, .2).
03/25/2025	8	Rothschild, Brian M.	Shareholder	2.40	1,224.00	510.00	(Adversary proceeding against Stadelmann and Brown) Case law research regarding application of alter ego liability to non-owners in 10th Circuit and Utah federal district court for use in opposition to motion to dismiss.
03/25/2025	14	Chiple, Stephanie H.	Associate	2.30	1,023.50	445.00	(Adversary proceeding against Stadelmann and Brown) Review/analyze alter ego cases cited in Brown and Stadelmann's motion to dismiss.
03/25/2025	14	Chiple, Stephanie H.	Associate	1.00	445.00	445.00	Call with B. Rothschild regarding Brown lawsuit; Review memorandum decision regarding motion to dismiss Brown lawsuit to analyze potential motion to modify stay.
03/25/2025	8	McGill, Elliott D.	Associate	0.30	121.50	405.00	Review and analysis of status of Brown Litigation (.8); conference with Stephanie Chiple (.2); conference with Brian Rothschild (.2); teleconference with client (.4).
03/26/2025	14	Smith, Timothy B.	Shareholder	1.60	952.00	595.00	Call with client on Brown and Stadelman litigation and strategy.
03/26/2025	7	Rothschild, Brian M.	Shareholder	0.30	153.00	510.00	Review and analysis of counteroffer term sheet from Celsius and send to client (.9); review series of 2004 motions and send to client with correspondence (.4).
03/26/2025	17	Rothschild, Brian M.	Shareholder	1.30	663.00	510.00	Review 2004 Motions filed by UCC.
03/26/2025	7	McGill, Elliott D.	Associate	0.20	81.00	405.00	Teleconference with Aaron Tilton (.4); review and respond to emails from Aaron Tilton (.3).
03/27/2025	14	Smith, Timothy B.	Shareholder	0.70	416.50	595.00	Analysis of term sheet changes (.9); call with clients on terms of settlement and financials (.3, .4); call with Celsius on terms of settlement (.4); further work on terms of settlement (.5); work on document production and review (1.1); review 2004 subpoenas and correspondence with Debtor's counsel regarding same (.4).
03/27/2025	17	Rothschild, Brian M.	Shareholder	3.90	1,989.00	510.00	(Adversary proceeding against Stadelmann and Brown) Case law research regarding standard for leave to amend complaint if court grants Brown and Stadelmann's motion to dismiss.
03/27/2025	14	Chiple, Stephanie H.	Associate	0.50	222.50	445.00	(Adversary proceeding against Stadelmann and Brown) Draft section of opposition to motion to dismiss on leave to amend complaint if the court grants motion to dismiss.
03/27/2025	14	Chiple, Stephanie H.	Associate	0.40	178.00	445.00	Meeting with B. Rothschild and D. Nielson to discuss case status and upcoming deadlines.
03/27/2025	7	McGill, Elliott D.	Associate	0.20	81.00	405.00	Research regarding modification of stay to assist in drafting motion to modify stay.
03/27/2025	8	McGill, Elliott D.	Associate	0.70	283.50	405.00	Teleconference with counsel (.4); conference with Brian Rothschild (.3).
03/28/2025	14	Smith, Timothy B.	Shareholder	0.70	416.50	595.00	Call with Celsius (.1, .1); calls with client on terms and negotiation (.1, .3); revise term sheet and send redline to client team and Solara for review (.8); work with K. Bougie on document production (.2).
03/28/2025	17	Rothschild, Brian M.	Shareholder	1.60	816.00	510.00	(Adversary proceeding against Stadelmann and Brown) Case law research regarding unjust enrichment under Utah law for use in opposition to motion to dismiss.
03/28/2025	14	Chiple, Stephanie H.	Associate	1.00	445.00	445.00	(Adversary proceeding against Stadelmann and Brown) Begin work on draft of unjust enrichment portion of opposition to motion to dismiss.
03/28/2025	14	Chiple, Stephanie H.	Associate	1.10	489.50	445.00	Begin drafting motion to modify stay regarding Brown lawsuit.
03/28/2025	19	McGill, Elliott D.	Associate	0.30	121.50	405.00	

Exhibit B
Time Entry Detail

03/31/2025	17	Rothschild, Brian M.	Shareholder	1.30	663.00	510.00	Revise Term Sheet (.2); send Term Sheet with counteroffer on Plan terms to Celsius (.3); prepare and send additional production to Committee on additional document request (.2, .3); correspondence with Committee, client on production, other matters (.1, .2).
03/31/2025	14	Chiple, Stephanie H.	Associate	2.70	1,201.50	445.00	(Adversary proceeding against Stadelmann and Brown) Additional work on drafting unjust enrichment portion of opposition to motion to dismiss (.7); additional work on drafting alter ego portion of opposition to motion to dismiss (2).
03/31/2025	14	Chiple, Stephanie H.	Associate	0.80	356.00	445.00	(Adversary proceeding against Stadelmann and Brown) Case law research regarding standard for motion to dismiss where information is uniquely within the possession of the party moving to dismiss.
03/31/2025	8	McGill, Elliott D.	Associate	2.40	972.00	405.00	Draft Motion to Modify Stay regarding Brown Litigation (1.8); research regarding Curtis factors affecting stay relief to incorporate into motion (.6).
03/31/2025	8	McGill, Elliott D.	Associate	0.30	121.50	405.00	Draft Proposed Order Granting Motion for Stay Relief for use as exhibit to accompanying Motion.
				297.00	\$138,786.50		

Exhibit C

Expenses Detail

Cost Report

Power Block Coin, LLC / Post Petition Chapter 11 Bankruptcy (37787-003)

Date	Description	Rev Qty	Rev Amt	Narrative
10/04/2024	Working Meal	0.00	23.56	Brian Rothschild, SmartFi Working Meal.
				Photocopies (12 @ .15/Unit), BY 6721- AT
10/08/2024	Photocopies	12.00	1.80	15:32
				Photocopies (600 @ .15/Unit), BY 6700- AT
10/10/2024	Photocopies	600.00	90.00	09:41
10/10/2024	Postage	0.00	209.76	BMR POSTAGE
10/10/2024	Postage	0.00	19.80	BMR POSTAGE
				Photocopies (2 @ .15/Unit), BY 6722-Stephanie
10/14/2024	Photocopies	2.00	0.30	Hore AT 16:53
10/14/2024	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6722- AT 16:25
10/14/2024	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6722- AT 16:50
10/14/2024	Delivery	0.00	55.68	Federal Express (Utah), Delivery
11/08/2024	Westlaw Research	0.00	540.00	Westlaw Research- EDM 11/08/24
				Photocopies (24 @ .15/Unit), BY 6721- AT
11/19/2024	Photocopies	24.00	3.60	09:17
11/19/2024	Photocopies	4.00	0.60	Photocopies (4 @ .15/Unit), BY 6721- AT 09:15
11/19/2024	Postage	1.00	2.76	BMR POSTAGE
11/25/2024	Working Meal	1.00	20.45	Brian Rothschild, Working meal on 11/25/24
11/30/2024	Searches	0.00	1,196.04	Ipro Tech, LLC, INV. 277620 Live EDA Fees
				Photocopies (8 @ .15/Unit), BY 6993-Timothy
01/02/2025	Photocopies	8.00	1.20	B. Smith AT 11:15
				Photocopies (22 @ .15/Unit), BY 6722- AT
01/02/2025	Photocopies	22.00	3.30	10:00
				Photocopies (8 @ .15/Unit), BY 6993- AT 11:04
01/02/2025	Photocopies	8.00	1.20	BIII
				US Bankruptcy Court, District of Utah,
01/02/2025	Filing Fee	0.00	350.00	Complaint Filing Fee
				Photocopies (6 @ .15/Unit), BY 6721-Shannon
01/15/2025	Photocopies	6.00	0.90	Albrecht AT 11:26
02/03/2025	Working Meal	1.00	25.54	Brian Rothschild, Working meal on 2/3/25
03/10/2025	Photocopies	1.00	0.15	Photocopies (1 @ .15/Unit), BY 6721- AT 13:32
				Photocopies (12 @ .15/Unit), BY 6721- AT
03/10/2025	Photocopies	12.00	1.80	13:37
			\$2,548.74	